

## REGULATORY INFORMATION BULLETIN

RBO 14-13  
November 21, 2014

From: Global Legal Department  
Subject: 2015 NYSE Arca Board Representative and  
NYSE Arca Nominating Committee  
Re: 2015 Nominees and Nominating Committee Selection

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### *2015 OTP Representatives*

The 2014 NYSE Arca Nominating Committee has named Kurt Eckert, Wolverine Trading, as the OTP Representative to the NYSE Arca, Inc. Board for the 2014 term. A biography for Mr. Eckert is attached. The 2014 NYSE Arca Nominating Committee acted pursuant to NYSE Arca Rule 3.2(b)(2)(C)(ii) and consisted of the following individuals:

Terry Brookshire	Public Member
Albert Chang	Cutler Group
John Fitzpatrick	Casey Securities
Peter Goddard	Walleye Trading
Rory O’Kane	KCG Americas LLC
Andrew McLeod	Morgan Stanley

OTP Holders in good standing may submit additional nominees by petition pursuant to NYSE Arca Rule 3.2(b)(2)(C)(ii). Petitions for additional nominees must be submitted by December 5, 2014, to Martha Redding, Assistant Secretary, NYSE Arca, Inc., 212-656-2938, martha.redding@theice.com. If no additional nominees are submitted, Mr. Eckert will be appointed to serve as the 2015 OTP Representative to the NYSE Arca, Inc. Board of Directors.

### *2015 NYSE Arca Nominating Committee*

Pursuant to NYSE Arca Rule 3.2(b)(2)(B), the 2015 NYSE Arca Nominating Committee will include the following individuals:

Terry Brookshire	Public Member
Albert Chang	Cutler Group
John Fitzpatrick	Casey Securities
Peter Goddard	Walleye Trading
Rory O’Kane	KCG Americas LLC
Andrew McLeod	Morgan Stanley

If you have any questions about this Notice or the relevant rules, please contact Martha Redding, Assistant Secretary, NYSE Arca, Inc., 212-656-2938, martha.redding@theice.com.

**2015 OTP NOMINEE BIOGRAPHY**

**Kurt Eckert**  
**Director, NYSE Arca Inc.**

Kurt Eckert is a principal at Wolverine Trading LLC. Upon graduation from Indiana University with degrees in Finance and Computer Information Systems, Mr. Eckert went to work for Wolverine Trading in Chicago. He then moved to San Francisco and traded a variety of products on the Pacific Options Exchange from 1998 until 2007 when he returned to Chicago. Currently, Kurt manages internal compliance department interaction with Wolverine business's, industry and exchange market structure, and development of routing infrastructure for both internal and external clients.

**NYSE Arca, Inc.**  
**Rule 3 – Options Committees**

*(2) Nominating Committee.*

*(A) Composition.* The Nominating Committee shall have six members consisting of six OTP Holders or Allied Persons or Associated Persons of an OTP Firm.

*(B) Appointment.* The Board of Directors of NYSE Arca, Inc. shall appoint members of the Nominating Committee.

*(C) Representatives to the Board of Directors of the NYSE Arca, Inc.*

*(i) Initial Board of Directors of Reorganized Exchange.* The initial Directors of the reorganized Exchange shall consist of individuals nominated by the Nominating Committee of the existing Exchange in consultation with the Chief Executive Officer and approved by the Board of Governors of the existing Exchange.

*(ii) Nomination.* The Nominating Committee shall publish the name of one (1) OTP Holder or Allied Person or Associated Person of an OTP Firm as its nominee for the Board of Directors of the NYSE Arca, Inc. Should the Board of Directors be made up of more than 10 individuals, as set forth in Section 3.02 of the Bylaws, then the Public Directors, after consulting with the CEO, shall determine whether the additional permit holder representative is an OTP Holder or an Equity Trading Permit Holder of NYSE Arca Equities, Inc. If it is determined that the additional representative is an OTP Holder, then the Nominating Committee shall nominate additional nominees so that at least twenty percent (20%) of the Directors consist of individuals nominated by trading permit holders. The names of the nominees shall be published on a date in each year (the "Announcement Date") sufficient to accommodate the process described in this Rule 3.2(b)(2)(C). After the name of proposed nominee(s) is published, OTP Holders in good standing may submit a petition to the Exchange in writing to nominate additional eligible candidate(s) to fill the OTP Holder position during the next term. If a written petition of at least 10 percent of OTP Holders in good standing is submitted to the Nominating Committee within two weeks after the Announcement Date, such person(s) shall also be nominated by the Nominating Committee; *provided, however*, that no OTP Holder, either alone or together with (x) other OTP Holders associated with the same OTP Firm that such OTP Holder is associated with and (y) OTP Holders associated with OTP Firms that are affiliated with the OTP Firm that such OTP Holder is associated with, may account for more than 50% of the signatories to the petition endorsing a particular petition nominee for the OTP Holder's position on the Board of Directors of the NYSE Arca, Inc. Each petition for a petition candidate must include a completed questionnaire used to gather information concerning director candidates (the Exchange shall provide the form of questionnaire upon the request of any OTP Holder). Notwithstanding anything to the contrary, the Nominating Committee shall determine whether any petition candidate is eligible to serve on the Board of Directors (including whether such person is free of any statutory disqualification (as defined in section 3(a)(39) of the Exchange Act)), and such determination shall be final and conclusive.

*(iii) Selection of Nominees.* In the event that the number of nominees exceeds the number of available seats, the Nominating Committee shall submit the contested nomination to the OTP Holders for selection. OTP Holders shall be afforded a confidential voting procedure and shall be given no less than 20 calendar days to submit their votes. Each OTP Holder in good standing may select one nominee for the contested seat on the Board of Directors; *provided, however* that no OTP Holder, either alone or together with (x) other OTP Holders associated with the same OTP Firm that such OTP Holder is associated with and (y) OTP Holders associated with OTP Firms that are affiliated with the OTP Firm that such OTP Holder is associated with, may account for more than 20% of the votes cast for a particular nominee for the OTP Holders' position on the Board of Directors of NYSE Arca, Inc. With respect to the contested position, the nominee for the Board of Directors receiving the most votes of OTP Holders shall be submitted by the Nominating Committee to the Board of Directors of the NYSE Arca, Inc. Tie votes shall be decided by the Board of Directors at its first meeting following the election.